

**IN THE UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF TENNESSEE  
NASHVILLE DIVISION**

<b>UNITED STATES OF AMERICA,</b>	)	
	)	
<b>Plaintiff,</b>	)	
	)	
<b>v.</b>	)	<b>Case No. 3:10-cv-00929</b>
	)	
<b>FCA VENTURE PARTNERS III SBIC, L.P.</b>	)	<b>JUDGE SHARP</b>
	)	<b>MAGISTRATE JUDGE BRYANT</b>
<b>Defendant.</b>	)	
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**FINAL ORDER APPROVING AND CONFIRMING THE FINAL RECEIVER’S  
REPORT, TERMINATING THE RECEIVERSHIP AND DISCHARGING THE  
RECEIVER FOR  
FCA VENTURE PARTNERS III SBIC, L.P.**

This matter came before this Court upon the Motion by the United States Small Business Administration as Receiver (“the Receiver”) for FCA Venture Partners III SBIC, L.P. (“FCA SBIC”) for entry of an order approving and confirming the Final Receiver’s Report for the period January 1, 2013 through September 26, 2013, terminating the receivership and discharging the Receiver. After careful consideration and this Court having been duly advised as to the merits, **IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:**

1. The Receiver’s Motion is granted in its entirety;
2. The Final Receiver’s Report for the period January 1, 2013 through September 26, 2013 and the acts, transactions and receipts and disbursements of funds reported therein, are hereby approved and confirmed.
3. This Court confirms that the Receiver has complied with the Orders of the Court dated December 6, 2010 (“Receivership Order”) and August 7, 2013 (“Wind-Up Order”) as more fully described in the Receiver’s Motion and Memorandum.

4. Control of FCA SBIC shall be unconditionally transferred and returned to its General Partner, Clayton Ventures III SBIC, Inc., upon notification of entry of this Final Order.

5. The stay and injunction imposed by paragraphs 7 and 8 of the Receivership Order are hereby lifted.

6. All claims against and obligations of: (a) FCA SBIC, (b) the FCA SBIC Receivership Estate, (c) the FCA SBIC Receiver and its current and former agents and attorneys, arising from or relating in any way to the Receivership, shall be discharged upon notification of entry of this Final Order, with the exception that the SBA's Court-approved claim for recovery of its Preferred Limited Partnership Interest is not discharged.


7. The FCA SBIC receivership is hereby terminated, SBA is discharged as Receiver, and the SBA, its employees, officers, agents, contractors, attorneys, and any other person who acted on behalf of the Receiver, are hereby discharged and released from any and all claims, obligations and liabilities arising from or relating to the activities, conduct or management and operation of FCA SBIC and the FCA SBIC receivership estate upon notification of entry of this Final Order.

8. A copy of this Final Order shall be served upon the sole Private Limited Partner of FCA SBIC upon notification of entry of the Final Order.

9. A copy of this Final Order, containing notice of the transfer of control of FCA SBIC, shall be served upon the appropriate federal and state tax offices, the Secretary of State of Tennessee, and upon the registered agent for service of process.

10. FCA SBIC's SBIC License is hereby revoked upon the date of entry of this Final Order.

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KEVIN H. SHARP  
UNITED STATES DISTRICT JUDGE